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15 UNITED STATES DISTRICT COURT
16 NORTHERN DISTRICT OF CALIFORNIA
17 SAN FRANCISCO DIVISION

18 WAYMO LLC,
19 Plaintiff,
20 v.
21 UBER TECHNOLOGIES, INC.,
22 OTTOMOTTO LLC; OTTO TRUCKING LLC,
23 Defendants.

Case No. 3:17-cv-00939-WHA

**DEFENDANTS UBER
TECHNOLOGIES, INC.'S AND
OTTOMOTTO LLC'S
ADMINISTRATIVE MOTION TO FILE
UNDER SEAL PORTIONS OF THEIR
BRIEF IN RESPONSE TO WAYMO'S
MEMORANDUM REGARDING
ADVERSE INFERENCES TO BE
DRAWN FROM ANTHONY
LEVANDOWSKI'S ASSERTION OF
THE FIFTH AMENDMENT**

Judge: Hon. William H. Alsup

Trial Date: October 10, 2017

Pursuant to Civil Local Rules 7-11 and 79-5, Defendants Uber Technologies, Inc. and Ottomotto LLC (collectively, “Uber”) submit this administrative motion for an order to file under seal portions of their Brief in Response to Waymo’s Memorandum Regarding Adverse Inferences to Be Drawn From Anthony Levandowski’s Assertion of the Fifth Amendment (“Uber’s Brief”). Specifically, Uber requests an order granting leave to file under seal the confidential portions of the following documents:

Documents	Portions to Be Filed Under Seal	Designating Party
Uber’s Brief in Response to Waymo’s Memorandum Regarding Adverse Inferences to Be Drawn From Anthony Levandowski’s Assertion of the Fifth Amendment	Highlighted Portions	Waymo (green) Uber (blue)
Exhibit A to the Declaration of Meredith Dearborn	Highlighted Portions	Waymo (green)

The green-highlighted portions on pages 3 and 7–9 of Uber’s Brief contain compensation information that Waymo has either designated under the protective order, or ambiguously indicated its intention to do so. (*See* Decl. of Meredith Dearborn in Support of Uber’s Administrative Motion to File Documents Under Seal (“Dearborn Decl.”), ¶ 4, Ex. A.) These are facts that will likely be part of the trial testimony of various former Google employees, and should be filed in the public record. Uber has told Waymo that it does not believe the vast majority of this information is properly designated as confidential or needs to be under seal, and has asked Waymo to permit it to be filed publicly, sending Waymo a list of the facts it intended to include in this brief the day before this filing. (*Id.* Ex. A.) Waymo did not agree, claiming that “if Defendants have any questions about whether material Waymo has designated as confidential should be sealed, Defendants should seal it. Four days later, Waymo will file a declaration to support sealing the portions that it contends are sealable.” (*Id.* Ex. A.) Uber does not believe that this material should be sealed, would not oppose a court order requiring Waymo to unseal it—as

Waymo has repeatedly argued in regards to Uber's designations. (*See* Dkt. 526-4, Waymo Opposition to Admin Motion; Dkt. 630, Waymo Opp'n to Uber's Motion to Strike ("As this Court has previously recognized, Defendants may not shield facts from the public merely because their disclosure may inconvenience them.").)

The blue-highlighted portions on pages 9–10 of Uber's Brief contain highly confidential information relating to acquisition agreements, including highly confidential business information relating to the corporate structure of Uber Technologies, Inc. (a privately held corporation) and highly confidential information relating to business terms of the agreements. This highly confidential information is not publicly known, and its confidentiality is strictly maintained. This information could be used by competitors to Uber's detriment, including in the context of negotiating business deals. (Dearborn Decl. ¶ 4.)

Pursuant to Local Rule 79-5(d)(2), Uber will lodge with the Clerk the documents at issue, with accompanying chamber copies.

For the foregoing reasons, Uber requests that the Court enter the accompanying Proposed Order granting this administrative motion to file documents under seal and designate the service copies of these documents as "HIGHLY CONFIDENTIAL—ATTORNEYS' EYES ONLY."

Dated: July 14, 2017

BOIES SCHILLER FLEXNER LLP

By: /s/ Karen L. Dunn
Karen L. Dunn

Counsel for Defendants
UBER TECHNOLOGIES, INC. AND
OTTOMOTTO LLC